

MARKUS WILLIAMS YOUNG & ZIMMERMANN LLC

1700 LINCOLN STREET, SUITE 4550
DENVER, CO 80203
(303) 830-0800
www.MarkusWilliams.com
TAX ID 84-1292298

July 13, 2017

Invoice No.: 96754

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.002 Restructure/Reorganization

PROFESSIONAL SERVICES:

			Hours	
06/02/2017	BTH	Review correspondence from S. Goldstein re update on pending matters in case and forward the same to client (.4); Interoffice discussions re addressing open issues in case (.5).	0.90	265.50
06/05/2017	JFY	Review and analyze various issues and strategies for resolving the same.	0.50	197.50
06/07/2017	BTH	Prepare for and attend call with client, T. Copenhaver and J. Young (2.9); Conference call with C. Caby re open matters in case (.6); Conference with S. Goldstein re open matters in case (.7).	4.20	1,239.00
	JFY	Correspondence and communications with Powell Hospital District.	0.40	158.00
06/15/2017	BTH	Phone conference with C. Caby re update on discussions with other parties in interest (.4); Review files and correspondence in case and organize accordingly (.7).	1.10	324.50
	SRR	conference(s) with Jennifer re insurance memo and discovery by UMIA.	0.40	150.00
06/16/2017	BTH	Phone conference with T. Woznick re update on status of case and potential global mediation (.3).	0.30	88.50
06/26/2017	BTH	Phone conference with S. Ortiz re possible involvement in case (.1); Research and address issues with S. Ortiz involvement in case (.6); Phone conference with T. Odom re progress of case (.2).	0.90	265.50
06/28/2017	BTH	Review recently filed pleadings and related orders (.9); Phone conference with C. Caby re updates on discussions with parties (.4); Formulate strategy to address open issues with respect to mediation (.7).	2.00	590.00
	TOTAL SERVICES		10.70	3,278.50

EXPENSES:

Postage 42.24

Conference calls	77.03
TOTAL EXPENSES Thru 06/30/2017	119.27
TOTAL THIS INVOICE	3,397.77
Previous Balance	\$12,749.55
TOTAL OUTSTANDING INVOICES	<u>\$16,147.32</u>

Aged Due Amounts			
Stmt Date	Stmt #	Billed	Due
05/12/2017	96077	2,514.50	2,514.50
06/16/2017	96426	10,235.05	10,235.05
			<u>12,749.55</u>

Your trust account balance is

Opening Balance	\$86,141.07
Closing Balance	\$86,141.07

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Invoice No.: 96755

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.004 Cash Collateral

PROFESSIONAL SERVICES:

			Hours	
06/05/2017	BTH	Review bank reports for use of cash collateral and forward the same to T. Woznick.	0.40	118.00
TOTAL SERVICES			0.40	118.00
TOTAL THIS INVOICE				118.00
Previous Balance				\$501.50
TOTAL OUTSTANDING INVOICES				<u>\$619.50</u>

Aged Due Amounts			
<u>Stmt Date</u>	<u>Stmt #</u>	<u>Billed</u>	<u>Due</u>
05/12/2017	96078	324.50	324.50
06/16/2017	96427	177.00	177.00
			<u>501.50</u>

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July 13, 2017

Invoice No.: 96756

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.007 Required Reports

PROFESSIONAL SERVICES:

			Hours	
06/22/2017	BTH	Review, finalize and file monthly operating report for May 2017.	<u>1.60</u>	<u>472.00</u>
TOTAL SERVICES			1.60	472.00
TOTAL THIS INVOICE				472.00
Previous Balance				\$1,091.50
TOTAL OUTSTANDING INVOICES				<u><u>\$1,563.50</u></u>

Aged Due Amounts			
<u>Stmt Date</u>	<u>Stmt #</u>	<u>Billed</u>	<u>Due</u>
05/12/2017	96079	442.50	442.50
06/16/2017	96428	649.00	649.00
			<u>1,091.50</u>

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July 13, 2017

Invoice No.: 96757

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.008 Claims

PROFESSIONAL SERVICES:

			Hours	
06/01/2017	JFY	Review and analyze issues related to malpractice claims and mediations re the same.	0.50	197.50
	JFY	Correspondence with UCC counsel re mediation of personal injury claims.	0.40	158.00
06/02/2017	JMS	Review correspondence re subrogation claims and analysis of same.	0.20	62.00
06/06/2017	RBL	Correspondence with potential creditors re Proposed Disclosure Statement.	0.60	75.00
06/07/2017	JFY	Review and analyze claims being asserted by HealthTech and issues related thereto and potential settlement of same.	0.80	316.00
	JFY	Review and analyze mediation issues with personal injury tort claimants.	0.70	276.50
	JFY	Review and analyze discovery issues and demands being made by Health tech and others.	1.00	395.00
	JFY	Correspondence with counsel for HealthTech.	0.20	79.00
	BTH	Review and respond to correspondence from UCC re insurance coverage issues, mediation, and HTMS claim.	0.80	236.00
06/08/2017	JFY	Conference with counsel for HealthTech regarding disputes involving HealthTech and claims related there to.	0.80	316.00
	JFY	Review and analyze issues for resolving issues with HealthTech.	0.90	355.50
	JFY	Conference with committee counsel regarding HealthTech issues.	0.40	158.00
	JFY	Review and analyze mediation issues with personal injury claimants.	0.60	237.00
	RBL	Phone calls with creditors re proposed Disclosure Statement.	0.20	25.00

			Hours	
06/09/2017	JFY	Review and analyze HealthTech claim issues and related matters re HealthTech; Correspondence with counsel for HealthTech re the same.	1.30	513.50
06/12/2017	JFY	Review and analyze other open issues in case related to potential mediation.	0.30	118.50
06/13/2017	JFY	Review and analyze re Health Tech claims, potential settlement of claims and disputes with Health Tech and incorporation of disputes and proposed mediation.	0.70	276.50
	JFY	Conference with other attorneys re solutions for resolving HealthTech issues and moving mediation forward.	0.40	158.00
	JFY	Correspondence with counsel for HealthTech re claims resolution issues and other dispute resolution issues.	0.60	237.00
	RBL	Phone conversation with creditor re proposed Disclosure Statement.	0.40	50.00
06/14/2017	JFY	Review and analyze issues and disputes with HealthTech and proposed stipulation re extension of deadlines and other matters.	0.50	197.50
	JFY	Correspondence with Committee Counsel re HealthTech disputes.	0.20	79.00
	JFY	Correspondence with HeathTech counsel re temporary resolution of disputes.	0.40	158.00
06/15/2017	RBL	Phone calls with creditors re proposed Disclosure Statement.	0.50	62.50
06/20/2017	RBL	Phone calls with creditors re: proposed Disclosure Statement; Email and fax documents to potential creditor.	0.60	75.00
06/22/2017	JFY	Review and analyze mediation procedures and issues related thereto.	1.20	474.00
	JFY	Conference with committee counsel re mediation issues.	0.70	276.50
06/23/2017	JFY	Review and analyze issues related to personal injury claims, strategies and resolving disputes with personal injury claimants and mediation issues proposed by the unsecured creditors committee.	1.40	553.00
	RBL	Correspondence with creditors re: Disclosure Statement.	0.20	25.00
06/26/2017	RBL	Phone call with creditor re: proposed Disclosure Statement.	0.30	37.50
06/27/2017	JFY	Review and analyze claims mediation process and issues related thereto.	0.80	316.00
	JFY	Provide comments to unsecured creditors committee re mediation issues.	0.60	237.00
	JFY	Review correspondence from Committee counsel re procedural matters related to mediation of personal injury claims.	0.50	197.50
06/28/2017	JFY	Review and analyze open issues and procedural matters re upcoming mediation with personal injury claimants.	0.40	158.00
06/29/2017	JFY	Review and analyze mediation issues related to personal injury claims; Correspondence with others regarding the same.	0.80	316.00

TOTAL SERVICES	Hours 20.90	7,402.50
TOTAL THIS INVOICE		7,402.50
Previous Balance		\$6,780.00
TOTAL OUTSTANDING INVOICES		<u>\$14,182.50</u>

Aged Due Amounts			
<u>Stmt Date</u>	<u>Stmt #</u>	<u>Billed</u>	<u>Due</u>
05/12/2017	96080	1,468.50	1,468.50
06/16/2017	96429	5,311.50	<u>5,311.50</u>
			<u>6,780.00</u>

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July 13, 2017

Invoice No.: 96758

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.009 Executory Contracts

PROFESSIONAL SERVICES:

			Hours	
06/05/2017	BTH	Address matters related to contract with Siemen's Financial.	0.30	88.50
06/19/2017	BTH	Address issues with Siemens lease agreement and the buyout related thereto (.4).	0.40	118.00
		TOTAL SERVICES	0.70	206.50
		TOTAL THIS INVOICE		206.50
		TOTAL OUTSTANDING INVOICES		<u>\$206.50</u>

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July 13, 2017

Invoice No.: 96759

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.010 Creditors Committee

PROFESSIONAL SERVICES:

			Hours	
06/06/2017	BTH	Review and respond to correspondence from S. Goldstein.	0.30	88.50
06/22/2017	BTH	Phone conference with UCC and follow-up conference with J. Young related thereto (.8).	0.80	236.00
		TOTAL SERVICES	1.10	324.50
		TOTAL THIS INVOICE		324.50
		Previous Balance		\$1,976.50
		TOTAL OUTSTANDING INVOICES		<u><u>\$2,301.00</u></u>

Aged Due Amounts			
<u>Stmt Date</u>	<u>Stmt #</u>	<u>Billed</u>	<u>Due</u>
05/12/2017	96082	708.00	708.00
06/16/2017	96430	1,268.50	1,268.50
			<u>1,976.50</u>

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July 13, 2017

Invoice No.: 96761

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.013 Insurance Issues

PROFESSIONAL SERVICES:

			Hours	
06/02/2017	BTH	Review correspondence re claims of subrogation and research issues related thereto.	0.70	206.50
06/05/2017	BTH	Correspondence to R. Royal and B. Krause re notice of subrogation.	0.20	59.00
	BTH	Review various letters and correspondence re coverage issues.	1.20	354.00
06/07/2017	BTH	Review correspondence from UMIA re coverage issues related to certain claimants (.6); Review prior correspondence from insurers for purposes of determining claims subject to mediation (.4).	1.00	295.00
06/12/2017	JFY	Review and analyze discovery issues and issues related to 2004 request being made by Heath Tech; Discuss same with creditors.	0.50	197.50
06/20/2017	BTH	Phone conference with S. Ortiz to discuss potential involvement with mediation (.3); Phone conference with C. Caby re update on insurance-related matters (.2); Correspondence with T. Swanson (UMIA) re insurance companies' objection to disclosure statement and extending deadline for filing (.3); Phone conference with S. Goldstein re update on insurance-related issues for mediation (.3); Attention to correspondence from various parties re exchange of discovery with UMIA in preparation of meditation (1.5); Review and revise motion for order for mediation to address insurance-related issues (.8).	3.40	1,003.00
06/21/2017	JMS	Review research regarding rescission of insurance contracts under Wyoming law; continue analysis of same.	2.20	682.00
	BTH	Review insurance companies' draft objection to disclosure statement, address the same with J. Salisbury, and forward the materials to the client for review (1.2); Phone conference with UCC and counsel for insurance companies (1.4).	2.60	767.00
06/22/2017	BTH	Phone conference with J. Burghardt re coverage issues with UMIA (1.1); Research re tort claims and applicable insurance policy related thereto and policy years (2.1).	3.20	944.00

			Hours	
06/23/2017	BTH	Review materials from T. Copenhaver and summarize the same; Compile operative facts to demonstrate applicable insurance coverage for UMIA claims; Advise UCC on insurance related issues; Address insurance matters with T. Copenhaver (1.8).	1.80	531.00
	SRR	Conference(s) with J. Salisbury re discovery issues and memo on UMIA.	0.30	112.50
06/26/2017	JMS	Review and analysis of documents produced regarding communications with insurance companies regarding potential rescission claims; review legal memorandum regarding insurance coverage issues.	2.30	713.00
	BTH	Phone conference with T. Copenhaver re responses to UMIA discovery request (.8); Review and reconcile information from T. Copenhaver with files previously provided (.8); Address UMIA discovery information with parties (.6).	2.20	649.00
	SRR	Conference(s) with J. Salisbury re discovery; Review of memo on UMIA for UCC discussions.	0.40	150.00
06/29/2017	BTH	Review and address correspondence from parties re request for Debtor participation in discovery; Discuss discovery-related issues with J. Salisbury; Review Protective Order and Mediation Order and address issues related thereto; Review files and determine additional information needed for Debtor to address issues related to UMIA's claim of rescission (2.8).	2.80	826.00
06/30/2017	BTH	Address correspondence from parties re exchange of documents related to insurance coverage prior to mediation (1.2).	1.20	354.00
	SRR	Review of UCC requests on insurance policy memos and review of memos.	0.50	187.50
TOTAL SERVICES			26.50	8,031.00
TOTAL THIS INVOICE				8,031.00
Previous Balance				\$675.00
TOTAL OUTSTANDING INVOICES				<u><u>\$8,706.00</u></u>

Aged Due Amounts			
<u>Stmt Date</u>	<u>Stmt #</u>	<u>Billed</u>	<u>Due</u>
05/12/2017	96085	675.00	<u>675.00</u>
			675.00

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July 13, 2017

Invoice No.: 96762

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.014 Plan and Disclosure Statement

PROFESSIONAL SERVICES:

				Hours	
06/01/2017	BTH	Review correspondence from UCC and address the same with client re treatment of HealthTech (.3); Address open issues with respect to Plan and Disclosure Statement (.8).	1.10	324.50	
06/02/2017	JMS	Review correspondence re status of case from the committee.	0.30	93.00	
	BTH	Addressing open issues related to confirmation process including resolution of claims with insurers.	0.80	236.00	
	JFY	Review and analyze plan issues and potential modifications to plan should agreement be reached with tort claimants.	0.50	197.50	
06/05/2017	BTH	Review and analyze correspondence from J. Smiley (HealthTech) re proposed treatment in Plan (.7); Advise client on matters related to HealthTech (.2).	0.90	265.50	
06/07/2017	JMS	Telephone conference with clients re next steps in case and preparations for mediation.	1.80	558.00	
	JFY	Review and analyze plan issues and efforts to settle disputes with unsecured creditors committee;	0.70	276.50	
	JFY	Discussions with Counsel for the unsecured creditors committee.	0.80	316.00	
06/08/2017	JMS	Correspondence with client, unsecured creditors committee, and HealthTech re proposed mediation for a consensual plan.	1.30	403.00	
	BTH	Phone conference with J. Smiley and J. Young re treatment of HTMS in Plan (.7); Phone conference with S. Goldstein re addressing issues with HTMS (.2); Review and analysis issues with staying confirmation process (.8); Advise client on potential stay of confirmation process (.3); Address correspondence from S. Goldstein (.2); Follow up correspondence with J. Smiley re treatment of HTMS in Plan (.3); Continue to address open items with Plan and Disclosure Statement and possible mediation of claims related thereto (1.2).	3.70	1,091.50	

			Hours	
06/09/2017	JMS	Correspondence with client, J. Smiley and others re mediation and stay of proceedings as to same.	0.70	217.00
06/12/2017	JMS	Correspondence re protective order for confidential materials.	0.30	93.00
	BTH	Address creditor inquiry re filing of tardy claims (.6); Review correspondence re HTMS treatment in Plan and advise client accordingly (.3); Address issues related to global mediation to resolve open items with plan and disclosure statement (.6).	1.50	442.50
06/13/2017	JMS	Conference with J. Young and B. Hunsicker re stipulation with HealthTech and Motion for Mediation.	0.30	93.00
	BTH	Phone conference with S. Goldstein re update on mediation process to resolve Plan issues (.4); Phone conference with J. Young and J. Salisbury re open issues with confirmation process (.5); Address issues related to HTMS and its concerns with Plan process (.4).	1.30	383.50
06/14/2017	JMS	Draft motion to extend time for HealthTech to file objection to disclosure statement and address correspondence related thereto.	0.80	248.00
	BTH	Address creditor inquiry re Order on Disclosure Statement hearing (.2); Attention to stipulation and proposed order with HTMS and advise client of the same (1.4).	1.60	472.00
06/19/2017	JMS	Revise Mediation Motion to reflect current agreements; correspondence regarding same.	2.20	682.00
	JFY	Review and analyze disclosure statement issues and mediation issues.	0.80	316.00
06/20/2017	JMS	In depth review of Insurance Companies' proposed objection to disclosure statement; conference with B. Hunsicker re potential responses to same.	1.00	310.00
06/21/2017	JMS	Review correspondence regarding status of negotiations between the committee and UMIA; conferences with B. Hunsicker re same.	0.40	124.00
	JMS	Draft motion for extension of time for insurance companies to file objections to disclosure statement.	0.50	155.00
06/22/2017	BTH	Address matters related to insurance companies extension of time to object to disclosure statement (.4).	0.40	118.00
	JMS	Conferences with J. Young, B. Hunsicker regarding preparations for mediation and negotiations with the Committee and UMIA re same.	2.20	682.00
06/23/2017	BTH	Phone conference with P. Pearlman re updates in case (.3); Phone conference with S. Goldstein and P. Pearlman re updates for mediation (.6); Address open items in case regarding Plan terms and mediation with J. Young and J. Salisbury (.7).	1.60	472.00
	JMS	Continued conferences with B. Hunsicker re UMIA's claims for rescission of insurance agreement; review documents to be produced regarding same.	1.00	310.00

			Hours	
06/26/2017	BTH	Review and address correspondence from parties re mediation and proposed documents related thereto (.9).	0.90	265.50
06/27/2017	JMS	Draft motion and order to vacate hearing on disclosure statement; correspondence with mediation parties re filing of same.	1.20	372.00
	JMS	Conference with B. Hunsicker re changes to mediation motion and negotiations with UMIA and insurance companies regarding same.	0.80	248.00
	BTH	Review and revise motion for mediation and proposed order (.8); Correspondence with P. Pearlman re issues with mediation and proposed pleadings (1.5); Advise UCC of proposed revisions to mediation pleadings and research issues related thereto (.6); Review and revise motion to vacate hearing on disclosure statement (.4); Further communications with parties in case re form of mediation motion and order (.9); Reconcile discovery materials and address matters related thereto with J. Salisbury and J. Young (2.3).	6.50	1,917.50
06/28/2017	JMS	Revise and file Motion to Vacate Hearing on Disclosure Statement; Review orders on vacated hearing and on mediation motion.	0.70	217.00
	JFY	Review and analyze disclosure statement comments filed by UCC.	0.40	158.00
	JFY	Review and analyze mediation issues as they relate to plan and disclosure statement issues.	0.50	197.50
	JFY	Review and analyze recent orders entered by the Court re disclosure statement matters.	0.30	118.50
TOTAL SERVICES			39.80	12,373.50
TOTAL THIS INVOICE				12,373.50
Previous Balance				\$46,526.29
TOTAL OUTSTANDING INVOICES				<u>\$58,899.79</u>

Aged Due Amounts			
<u>Stmnt Date</u>	<u>Stmnt #</u>	<u>Billed</u>	<u>Due</u>
04/11/2017	95734	24,914.00	2,422.66
05/12/2017	96086	36,934.00	4,139.13
06/16/2017	96433	39,964.50	39,964.50
			<u>46,526.29</u>

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July 13, 2017

Invoice No.: 96763

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.015 Employment and Fee Applications

PROFESSIONAL SERVICES:

			Hours	
06/16/2017	BTH	Review and code time entries for purposes of drafting interim fee application for May 2017; Reconcile fee entries in case and address the same with J. Young (1.4).	1.40	413.00
06/19/2017	BTH	Additional review and revisions for interim fee application for May 2017; Draft and finalize summary document (.8).	0.80	236.00
06/23/2017	BTH	Review UCC Interim Fee Application for May 2017; Review UCC Second Fee Application; Forward materials to T. Odom for review (.9).	0.90	265.50
		TOTAL SERVICES	3.10	914.50
		TOTAL THIS INVOICE		914.50
		Previous Balance		\$7,631.50
		TOTAL OUTSTANDING INVOICES		<u><u>\$8,546.00</u></u>

Aged Due Amounts			
Stmt Date	Stmt #	Billed	Due
01/06/2017	94754	1,563.50	590.00
02/10/2017	95137	855.50	855.50
04/11/2017	95735	5,006.00	5,006.00
05/12/2017	96087	442.50	442.50
06/16/2017	96434	737.50	737.50
			<u>7,631.50</u>

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